

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

HEADLANDS LIMITED,)	
a Foreign Company,)	
Plaintiff,)	Case No. 4:10CV01634 AGF
)	
v.)	
)	
AIR SUPPORT SYSTEMS, LLC,)	
a Delaware Limited Liability Company,)	
)	
Defendant.)	

PLAINTIFF'S MOTION TO ENFORCE CONSENT DECREE AND JUDGMENT

Plaintiff Headlands Limited ("Headlands"), by its attorneys, and pursuant to Fed. R. Civ. 70, respectfully requests that the Court enter an order either: (1) compelling Defendant Air Support Systems, LLC ("Air Support") to execute all documents necessary for Headlands to register the Ilyushin Model IL-78 aircraft bearing FAA Registration Mark N78GF and/or Aircraft Serial Number 0083485558 (the "Airplane") with the FAA and the International Aircraft Registry; or (2) appoint a designated person to execute the necessary documents for such registration. In addition, the Court should award Headlands its cost and fees incurred in bringing this motion. In support of this Motion, Headlands states as follows:

1. Pursuant to the Consent Decree and Judgment (the "Judgment") entered on May 27, 2011, Air Support must "fully cooperate to ensure that Headlands' security interest in the Airplane is perfected and recorded with the FAA Aircraft Registry and the International Aircraft Registry, including re-registration with the International Aircraft Registry."

2. On June 15, 2011 Headlands counsel mailed a letter to Air Support's counsel with the documents to be executed by Air Support.

3. Air Support has failed to execute these documents.

4. Federal Rule of Civil Procedure 70 grants the Court authority to order these documents executed and appoint another person to execute them at Air Support's expense. Fed. R. Civ. P. 70(a).

5. Air Support's failure to execute the necessary documents as ordered by the Court has also caused Headlands to incur unnecessary expenses, including attorney's fees.

6. Headlands incorporates herein by reference its memorandum in support and the exhibits attached thereto filed contemporaneously herewith.

WHEREFORE, Headlands requests that this Court enter an order either: (1) compelling Air Support to execute any all documents necessary to allow Headlands to register the Airplane with the FAA and International Aircraft Registry; or (2) appointing a designated person to execute the necessary documents. In addition, the Court should award Headlands its costs and attorneys' fees incurred in connection with this motion and grant such other and further relief as the Court deems just and proper.

Respectfully submitted,

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true copy of the foregoing was filed electronically with the Clerk of the Court to be served by operation of the Court's electronic filing system this 5th day of July, 2011 to:

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/s/ Steven M. Sherman